

**Aktsiaselts Tallinna Sadam**  
Registry code 10137319  
Sadama str 25, Tallinn 15051

### **Voting record**

On 12 April 2021, the management board of Aktsiaselts Tallinna Sadam („**Tallinna Sadam**”) made a proposal to the shareholders to adopt the shareholders’ resolutions specified below without convening a meeting. Shareholders whose votes represent 78.77% of all shareholders’ votes sent their votes in time.

Consequently, the shareholders of Tallinna Sadam adopted the following resolutions on 24 May 2021:

#### **RESOLUTION 1: Approval of the 2020 Annual Report**

1.1. To approve the Annual Report 2020 of AS Tallinna Sadam, as presented to the general meeting.

The resolution was adopted by 78,77% majority of votes:

In favour: 207,177,398 votes (78,77%)

Against: 55,822,602 votes (21,23%)

Abstained: 0 votes (0%)

The number of votes cast against the resolution includes, in compliance with Article 299<sup>1</sup> (2) of the Commercial Code, 55,822,602 votes (21,23% of all votes representing the shares) belonging to shareholders who did not give notice of whether the shareholder is in favour of or opposed to the resolution.

The voting results are presented in Annex 1 and the list of shareholders who voted in favour of the resolution in Annex 2 of the voting record.

#### **RESOLUTION 2: Distribution of profit**

2.1. To approve the net profit of the financial year of 2020 in the amount of 28,518,457 euros and the retained earnings (including 2020 profit) of 47,794,087 euros.

2.2. Transfer to statutory capital reserve 1,008,654 euros.

2.3. To pay dividends to the shareholders 0.077 euros per share, in the total amount of 20,251,000 euros.

The resolution was adopted by 78,77% majority of votes:

In favour: 207,177,398 votes (78,77%)

Against: 55,822,602 votes (21,23%)

Abstained: 0 votes (0%)

The number of votes cast against the resolution includes, in compliance with Article 299<sup>1</sup> (2) of the Commercial Code, 55,822,602 votes (21,23% of all votes representing the shares) belonging to shareholders who did not give notice of whether the shareholder is in favour of or opposed to the resolution.

The voting results are presented in Annex 1 and the list of shareholders who voted in favour of the resolution in Annex 3 of the voting record.

### **RESOLUTION 3: Appointment of the auditor**

3.1. To appoint the company of auditors KPMG Baltics OÜ to conduct the audit of AS Tallinna Sadam for the financial years 2021 and 2022 and to remunerate the company of auditors in accordance with the offer made by the company of auditors in the public procurement carried out in 2018 (public procurement 196191).

The resolution was adopted by 78,09% majority of votes:

In favour: 205,380,465 votes (78,09%)

Against: 57,516,200 votes (21,87%)

Abstained: 103,335 votes (0,04%)

The number of votes cast against the resolution includes, in compliance with Article 299<sup>1</sup> (2) of the Commercial Code, 55,822,602 votes (21,23% of all votes representing the shares) belonging to shareholders who did not give notice of whether the shareholder is in favour of or opposed to the resolution.

The voting results are presented in Annex 1 and the list of shareholders who voted in favour of the resolution in Annex No 4 of the voting record.

/digitally signed/

Valdo Kalm  
Chairman of the management board  
Aktsiaselts Tallinna Sadam

/digitally signed/

Marko Raid  
Member of the management board  
Aktsiaselts Tallinna Sadam

/digitally signed/

Erly Lüdigi  
Recording secretary

Annexes of the voting record:

- 1) Annex 1: Voting results
- 2) Annex 2: List of shareholders who voted in favour of resolution No 1 and voting results
- 3) Annex 3: List of shareholders who voted in favour of resolution No 2 and voting results
- 4) Annex 4: List of shareholders who voted in favour of resolution No 3 and voting results
- 5) Annex 5: Voting ballots received from the shareholders together with powers of attorney

**Aksionäride üldkoosoleku otsuste vastuvõtmine koosolekut kokku kutsumata //**  
**Adoption of resolutions of the general meeting of shareholders without convening the meeting**  
**AS Tallinna Sadam**

24.05.2021

**Hääletuse koondtulemus // Voting results**

**Voting results**

<b>Otsuse punkt</b>		<b>Aksiaste arv</b>	<b>Antud hääli kokku</b>	<b>%</b>	<b>Ei hääletanud</b>	<b>%</b>	<b>Poolt</b>	<b>%</b>	<b>Vastu</b>	<b>%</b>	<b>Erapooletu</b>	<b>%</b>
	<b>Resolution</b>	<b>Number of shares</b>	<b>Voted</b>		<b>Did not vote</b>		<b>For</b>		<b>Against</b>		<b>Abstain</b>	
1. 2020. aasta majandusaasta aruande kinnitamine	1. Approval of the Annual Report 2020	263 000 000	207 177 398	78,77%	55 822 602	21,23%	207 177 398	78,77%	55 822 602	21,23%	0	0,00%
2. Kasumi jaotamine	2. Profit allocation	263 000 000	207 177 398	78,77%	55 822 602	21,23%	207 177 398	78,77%	55 822 602	21,23%	0	0,00%
3. Audiitori valimine	3. Appointment of the auditor	263 000 000	207 177 398	78,77%	55 822 602	21,23%	205 380 465	78,09%	57 516 200	21,87%	103 335	0,04%

Erly Lüdig  
AS Tallinna Sadam